

No.

OCT 4 1979

Date

Fee \$

10.00

ICC Washington, D. C.

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6218

MURRAY T. GIBSON  
Vice President, General Counsel & Secretary

RECORDATION NO. 6322 Filed 1425

OCT 4 1979 - 1 10 PM September 24, 1979

INTERSTATE COMMERCE COMMISSION

Secretary of the Interstate  
Commerce Commission  
Washington, D.C.

Re: General American Transportation  
Corporation Equipment Trust  
Series 68

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of September 15, 1971 deleting a portion of the railroad cars covered by a Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

Said Agreement was recorded in the office of the Secretary of the Interstate Commerce Commission on September 23, 1971 under Recordation No. 6322.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad tank cars of various DOT and AAR classes) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said Bill of Sale are:

Irving Trust Company  
One Wall Street  
New York, N.Y. 10005

General American Transportation Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606  
c/o Edward L. Overtree

I am an executive officer of General American  
Transportation Corporation having knowledge of the matters set  
forth herein.

Very truly yours,

*Murray T. Gibson*

Murray T. Gibson

MTG/lw  
Encl.

RECORDATION NO. 6322-10 Filed 1425

OCT 4 1979 - 1 10 PM

INTERSTATE COMMERCE COMMISSION

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 68

SUPPLEMENTAL AGREEMENT DATED AS OF APRIL 9, 1979  
TO EQUIPMENT TRUST AGREEMENT DATED AS OF SEPTEMBER 15, 1971

BY AND BETWEEN

IRVING TRUST COMPANY

AND

GATX CORPORATION

(Formerly known as General American Transportation Corporation)

Supplemental Agreement dated as of April 9, 1979 by and between Irving Trust Company, a New York corporation, as Trustee, and GATX Corporation, a New York corporation formerly known as General American Transportation Corporation.

WHEREAS, the parties hereto entered into an Equipment Trust Agreement dated as of September 15, 1971, (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 68, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on September 23, 1971, Recordation No. 6322; and

WHEREAS, the parties hereto wish to amend Schedule A to the Agreement;

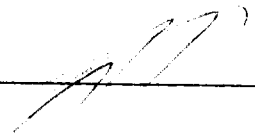
NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

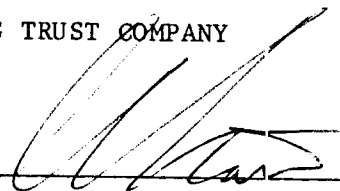
IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of April 9, 1979.

Attest:

  
\_\_\_\_\_

IRVING TRUST COMPANY

By

  
\_\_\_\_\_

Attest:

  
Assistant Secretary

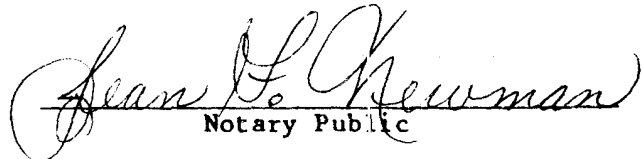
GATX CORPORATION  
(Formerly known as General American  
Transportation Corporation)

By

  
\_\_\_\_\_

STATE OF )  
 ) ss.:  
COUNTY OF )


On this 10<sup>th</sup> day of September, 1979, before me personally appeared C. E. Store, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of INing Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

  
Notary Public

JEAN F. NEWMAN  
Notary Public, State of New York  
No. 4612587  
Qualified in Kings County  
Certificate filed in New York County  
Commission Expires March 30, 1981

\* \* \* \* \*  
STATE OF ILLINOIS )  
 ) ss.:  
COUNTY OF COOK )

On this 25<sup>th</sup> day of July, 1979, before me personally appeared G. C. Yates, to me personally known, who, being by me duly sworn, says that he is Vice President of GATX CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

SCHEDULE I  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES

CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>
1 Tank Car	DOT 111A100-W-1	8,000	GATX 40031.
1 Tank Car	DOT 111A100-W-1	8,000	GATX 56814.
1 Tank Car	DOT 111A100-W-1	10,000	GATX 40454.
1 Tank Car	DOT 111A100-W-1	15,000	GATX 41089.
1 Tank Car	DOT 111A100-W-1	16,000	GATX 57648.
1 Tank Car	DOT 111A100-W-1	20,000	GATX 19327.
1 Tank Car	DOT 111A100-W-1	20,000	GATX 38609.
2 Tank Cars	DOT 111A100-W-1	20,000	GATX 52184, 52185.
1 Tank Car	DOT 111A100-W-5	20,000	GATX 52248.
1 Tank Car	DOT 111A60-W-1	20,000	GATX 40228.
1 Tank Car	DOT 111A60-W-1	22,000	GATX 35808.
1 Tank Car	DOT 111A60-W-1	22,000	GATX 62276.
1 Tank Car	DOT 111A60-W-1	26,000	GATX 25161.
1 Tank Car	DOT 111A60AL-W-1	10,000	GATX 70854.
1 Tank Car	DOT 112A340-W	26,100	GATX 55317.
1 Airslide Car	LO	4,180 Cu.Ft.	MILW 109951.
2 Hopper Cars	HTS	3,770 Cu.Ft.	GUEx 72007, 72012.
3 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 70117, 70198, 70245.
16 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 71009, 71016, 71017, 71025, 71046, 71080, 71087, 71096, 71098-71100, 71110, 71115, 71116, 71121, 71122.
13 Hopper Cars	HTS	3,850 Cu.Ft.	GGPX 70302, 71128, 71133, 71136, 71148, 71152, 71168, 71175, 71176, 71180, 71183, 71196, 71203.

SCHEDULE II  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 68  
CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY</u>	<u>INITIALED AND CAR NUMBERS</u>
42 Airslide Cars	LO	2,600 Cu.Ft.	GACX 43833-43837, 43903-43907, 43909-43916, 43918, 43919, PC 878726-878731, 878733-878741, 878743-878747, 878749, 878750.
18 Airslide Cars	LO	2,600 Cu.Ft.	PC 878882-878884, 878886-878890, 878892, 878893, 878895-878902.
22 Airslide Cars	LO	2,600 Cu.Ft.	PC 878927-878929, 878931, 878932, 878934-878945, 878947-878951.
1 Airslide Car	LO	2,600 Cu.Ft.	PC 878725.
14 Airslide Cars	LO	2,600 Cu.Ft.	GACX 44111-44124.
14 Airslide Cars	LO	3,660 Cu.Ft.	GACX 43940-43943, 43945-43954.
<u>7</u> Airslide Cars	LO	3,660 Cu.Ft.	GACX 43920-43926.